



State of Rhode Island and Providence Plantations
Department of State - Business Services Division

Instructions for Filing

Articles of Incorporation for a Domestic Business Corporation

[Section 7-1.2-202](#) of the General Laws of Rhode Island, 1956, as amended

The attached form is designed to meet minimal statutory filing requirements pursuant to the relevant statutory provision. This form and the information provided are not substitutes for the advice and services of an attorney and/or tax specialist.

This legal document should be typed. All illegible documents will be REJECTED.

How to complete the form:

1. State the name of the corporation. Your entity name must be distinguishable from any name on file in this office. The name must include "corporation," "company," "incorporated," "limited," or one of these abbreviations: "inc.," "co.," "corp.," or "Ltd." You may check [name availability](#) on our website; however, this does not ensure the name will still be available upon filing. In addition, check yes or no to indicate if this is a close corporation pursuant to RIGL [7-1.2-1701](#).
2. State the total number of shares the corporation will have the authority to issue. Incorporators may include any additional provisions relating to authorized shares in the space provided. Corporations formed with less than 75 million authorized shares shall pay the minimum filing fee of \$230.00. Contact this office or see RIGL [7-1.2-1602](#) for more information.
3. State the name of the registered agent. The registered agent is an individual or entity that will accept all legal service for this entity. The agent must be a Rhode Island resident or entity qualified to do business in this state. A Rhode Island street address is required, **NOT** a P.O. Box. In addition to all legal service of process, other important correspondence from the state will be sent to this address.
4. All Rhode Island business corporations have a perpetual (ongoing) existence until the corporation is formally dissolved with this office. All corporations are organized to conduct any lawful business.
5. State any additional provisions agreed upon by the incorporators that you would like to include in the Articles of Incorporation. *This is optional.*
6. State the names and addresses of each incorporator. The incorporator is the responsible party who forms the entity. Incorporator duties can be found in RIGL [7-1.2-201](#).
7. Check "Date received" unless you prefer that the Articles go into effect at a later date than when the form is received in this office. Any later date must be within 90 days of filing.
8. All Incorporators **MUST** sign and date the form.

How to pay the filing fee:

The minimum filing fee is \$230, payable either in person via cash, credit card, or check at the Business Services Division, or by mail to the Business Services Division via check made payable to the R.I. Department of State. Unless the corporation has more than 75 million authorized shares, the minimum filing fee applies. Contact our office for further information.

How to confirm your filing:

Entity records are retrievable and viewable through our website. Successful filings will **NOT** result in a mailed confirmation. Filings that cannot be processed will be posted [online](#) and then returned. To confirm your submission and obtain evidence of your filing:

- Go to our [Corporate Database](#)
- Enter the name or ID number of your entity and click "Search"
- Click on the link to your entity record, scroll down, select "All Filings" and then "View Filing"
- Identify desired type of filing and click on "PDF" under "Files" to view and print the record
- Filing rejections can be viewed online, via the [Rejected Filings Viewer](#) on our website.

How to maintain your status:

The corporation is responsible for filing an annual report each calendar year, excluding the year of incorporation, between January 1 and March 1. A courtesy reminder will be mailed to the registered agent prior to January 1 of each year. Be sure to follow up with your registered agent concerning the filing of this report. Failure to file an annual report or maintain a registered agent/office may result in the revocation of the Certificate of Incorporation pursuant to RIGL [7-1.2-1310](#).

Every entity registered with the Rhode Island Department of State - Business Services Division may have filing requirements with the [Rhode Island Division of Taxation](#), even if no business is conducted within Rhode Island for a particular year. Your business may require additional licensing. Please visit our [website](#) for further information.



State of Rhode Island and Providence Plantations
Department of State - Business Services Division

148 W. River Street, Providence, Rhode Island 02904-2615

Phone: (401) 222-3040 | **Email:** corporations@sos.ri.gov | **Website:** www.sos.ri.gov

STAMP

FOR
SECRETARY OF STATE
USE ONLY

Article of Incorporation
Business Corporation

Filing Fee: \$230.00 minimum

The undersigned acting as incorporator(s) of the corporation under RIGL [7-1.2](#), adopt(s) the following Articles of Incorporation for such corporation:

1. The name of the corporation is:

Is this a close corporation pursuant to RIGL [7-1.2-1701](#) of the General Laws, 1956, as amended? ☐ Yes ☐ No

2. The total number of shares which the corporation has the authority to issue is:

(Unless otherwise stated, all authorized shares are deemed to have a nominal or par value of \$0.01 per share.)

Total Authorized Shares
(Number of Shares)

Class of Stock

Par Value Per Share

Total Authorized Shares (Number of Shares)	Class of Stock	Par Value Per Share
_____	_____	_____
_____	_____	_____
_____	_____	_____

If you desire, you may include a statement of all or any of the designations and the power, preferences, and rights, including voting rights, and the qualifications, limitations, or restrictions of them which are permitted by the provisions of RIGL [7-1.2](#). State any provisions here (*optional*):

Check the box to indicate an attachment. ☐

3. The name and address of the initial registered agent/office in Rhode Island is:

Agent Name

Street Address (NOT a P.O. Box)

City/Town

State

RHODE ISLAND

Zip Code

4. The corporation has the purpose of engaging in any lawful business, and shall have perpetual existence until dissolved or terminated in accordance with RIGL [7-1.2](#).

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5. Additional provisions, if any, not inconsistent with RIGL [7-1.2](#) which the incorporators elect to have set forth in these Articles of Incorporation:

Check the box to indicate an attachment. ☐

6. The name and address of each incorporator is:

Name		Address	
City/Town	State	Zip Code	
Name		Address	
City/Town	State	Zip Code	
Name		Address	
City/Town	State	Zip Code	

7. Date when these Articles of Incorporation will be effective: CHECK ONLY ONE BOX

- ☐ Date received (Upon filing)
- ☐ Later effective date (Date must be no more than 90 days from the day of filing) _____

Under penalty of perjury, I/we declare and affirm that I/we have examined these Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Signature of Incorporator SIGN DOCUMENT HERE	Date
Signature of Incorporator SIGN DOCUMENT HERE	Date
Signature of Incorporator SIGN DOCUMENT HERE	Date

If you have any questions, please call us at (401) 222-3040, Monday through Friday, between 8:30 a.m. and 4:30 p.m., or email corporations@sos.ri.gov.



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Filer Contact Information

In the event our office needs more information in order to complete the filing of this document, we ask for the filer's contact information. **All fields are REQUIRED.**

Name:		Phone Number:
Proposed Entity Name:		
Street Address:		
City:	State:	Zip Code:
Email Address:		

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